

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT



<b>APPLICATION FOR PERMIT TO DRILL</b>						<b>1. WELL NAME and NUMBER</b> FD 11-29D-2-2			
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						<b>3. FIELD OR WILDCAT</b> UNDESIGNATED			
<b>4. TYPE OF WELL</b> Oil Well Coalbed Methane Well: NO						<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>			
<b>6. NAME OF OPERATOR</b> BILL BARRETT CORP						<b>7. OPERATOR PHONE</b> 303 312-8134			
<b>8. ADDRESS OF OPERATOR</b> 1099 18th Street Ste 2300, Denver, CO, 80202						<b>9. OPERATOR E-MAIL</b> tfallang@billbarrettcorp.com			
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> fee			<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> VERNON RICHENS						<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b> 435-545-2535			
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> PO Box 722, FT DUCHESNE, UT 84026						<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>			
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>			<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			<b>19. SLANT</b> VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>			

<b>20. LOCATION OF WELL</b>	<b>FOOTAGES</b>	<b>QTR-QTR</b>	<b>SECTION</b>	<b>TOWNSHIP</b>	<b>RANGE</b>	<b>MERIDIAN</b>
LOCATION AT SURFACE	1620 FSL 2109 FWL	NESW	29	2.0 S	2.0 E	U
Top of Uppermost Producing Zone	2001 FSL 2003 FWL	NESW	29	2.0 S	2.0 E	U
At Total Depth	2001 FSL 2003 FWL	NESW	29	2.0 S	2.0 E	U

<b>21. COUNTY</b> UINTAH	<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 660	<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 660
	<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 2900	<b>26. PROPOSED DEPTH</b> MD: 10139 TVD: 10124
<b>27. ELEVATION - GROUND LEVEL</b> 5030	<b>28. BOND NUMBER</b> LPM4138148	<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 49-1645

Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
COND	26	16	0 - 80	65.0	Unknown	8.7	No Used	0	0.0	0.0
SURF	12.25	9.625	0 - 1500	36.0	J-55 ST&C	9.4	Halliburton Light , Type Unknown	190	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
PROD	7.875	5.5	0 - 10139	17.0	P-110 LT&C	9.5	Unknown	780	2.31	11.0
							Unknown	420	1.42	13.5

**ATTACHMENTS**

**VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES**

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

<b>NAME</b> Brady Riley	<b>TITLE</b> Permit Analyst	<b>PHONE</b> 303 312-8115
<b>SIGNATURE</b>	<b>DATE</b> 06/18/2013	<b>EMAIL</b> briley@billbarrettcorp.com
<b>API NUMBER ASSIGNED</b> 43047538770000	<b>APPROVAL</b>  Permit Manager	

T2S, R2E, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, FD #11-29D-2-2, located as shown in the NE 1/4 SW 1/4 of Section 29, T2S, R2E, U.S.B.&M., Uintah County, Utah.

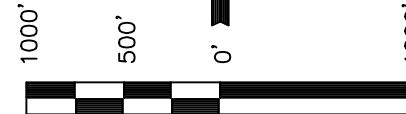
### BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

### BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N15°42'30"W	400.74'



SCALE

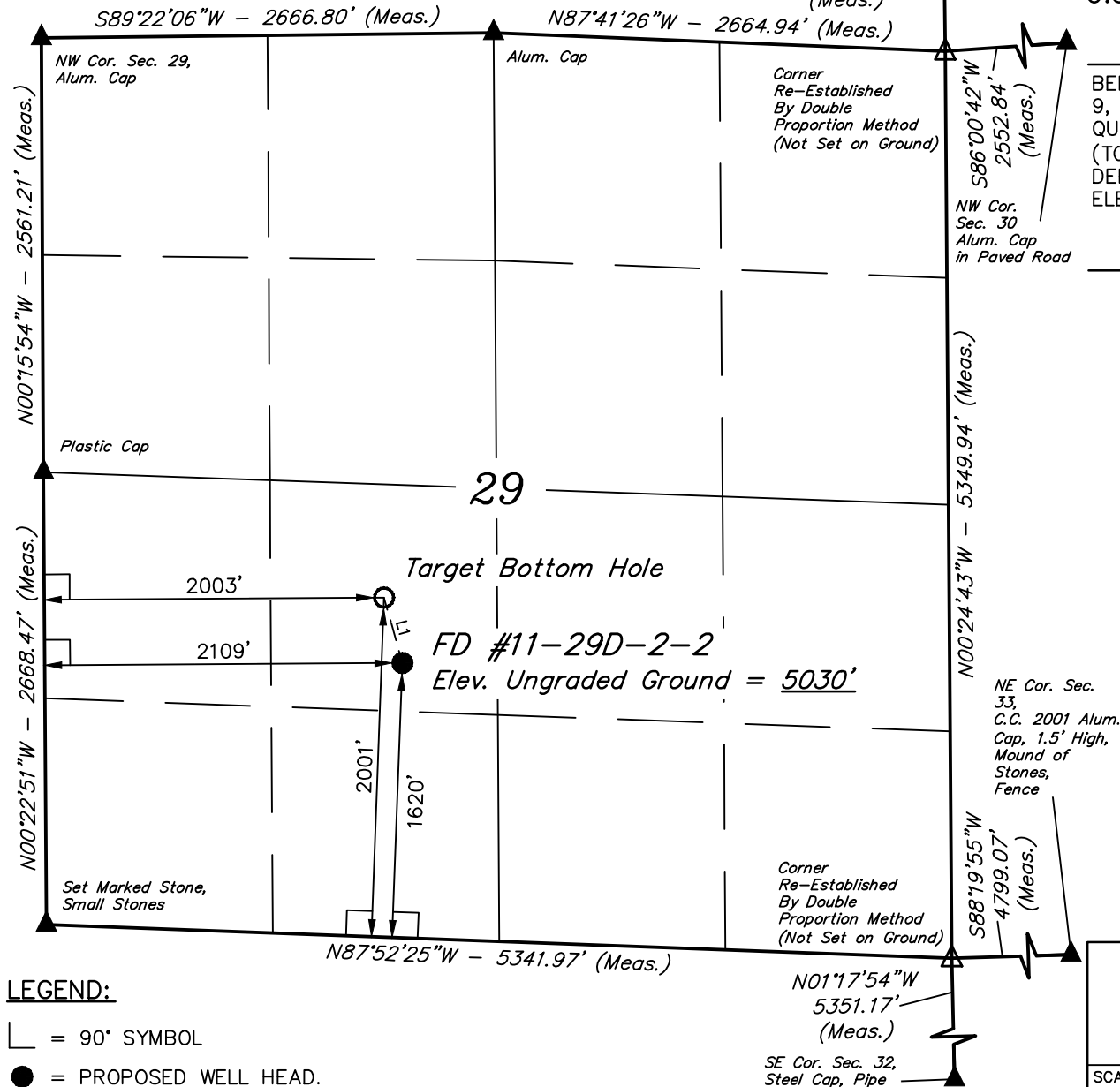
### CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

ROBERT L. KAY  
REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161319  
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING  
85 SOUTH 200 EAST - VERNAL, UTAH 84078  
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 03-20-13	DATE DRAWN: 03-25-13
PARTY C.R. A.W. S.F.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	



### LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°16'42.26" (40.278406)	LATITUDE = 40°16'38.45" (40.277347)
LONGITUDE = 109°47'44.67" (109.795742)	LONGITUDE = 109°47'43.26" (109.795350)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°16'42.41" (40.278447)	LATITUDE = 40°16'38.60" (40.277389)
LONGITUDE = 109°47'42.15" (109.795042)	LONGITUDE = 109°47'40.74" (109.794650)